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17 Attorneys for Defendants  
SAP AG, SAP AMERICA, INC., and  
18 TOMORROWNOW, INC.

19 UNITED STATES DISTRICT COURT  
20 NORTHERN DISTRICT OF CALIFORNIA  
21 OAKLAND DIVISION

22 ORACLE USA, INC., et al.,  
23 Plaintiffs,  
24 v.  
25 SAP AG, et al.,  
26 Defendants.

Case No. 07-CV-1658 PJH (EDL)

**DECLARATION OF WILLIAM R.  
THOMAS IN SUPPORT OF  
DEFENDANTS' OPPOSITION TO  
PLAINTIFFS' MOTION TO  
EXCLUDE EXPERT TESTIMONY OF  
STEPHEN K. CLARKE**

Date: September 30, 2010  
Time: 2:30 p.m.  
Courtroom: 3, 3rd Floor  
Judge: Hon. Phyllis J. Hamilton

1 I, WILLIAM THOMAS, declare as follows:

2 I make this declaration based on personal knowledge and, if called upon to do so, could  
3 testify competently thereto.

4 1. I am currently employed by TomorrowNow, Inc. to maintain its computer server  
5 hardware systems. Previously, I was employed by TomorrowNow as its Global Information  
6 Technology Director.

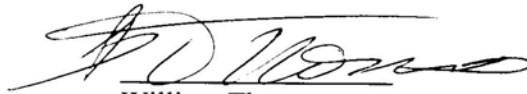
7 2. TomorrowNow was in the business of providing customer support for businesses  
8 using certain PeopleSoft, J. D. Edwards and Siebel enterprise application software products.  
9 TomorrowNow used Oracle database software internally to assist in developing some of the fixes  
10 and updates that it provided to its customers using certain PeopleSoft and Siebel enterprise  
11 application software.

12 3. To the best of my knowledge, TomorrowNow only used the Oracle database  
13 software internally and it did not distribute the database software or any portion thereof or any  
14 modifications thereto to any other person or entity. Nor did TomorrowNow give access to or  
15 make available the software or any portion thereof or modifications thereto to any other person or  
16 entity outside of TomorrowNow and its agents.

17 4. I gave a deposition in this case on December 4, 2009. During that deposition,  
18 counsel for Plaintiffs did not ask me whether TomorrowNow used Oracle database software for  
19 its internal business operations. Had that question been asked, I would have confirmed that  
20 TomorrowNow only used the Oracle database software for its internal business operations.

21 I declare under penalty of perjury, under the laws of the United States and the State of  
22 California that the foregoing is true and correct.

23 Executed this 7<sup>th</sup> day of September, 2010 in Byran, Texas.

24   
25 William Thomas

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